

**UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS**

SCANSOFT, INC.,

Plaintiff,

V.

C.A. No. 04-10353-PBS

VOICE SIGNAL TECHNOLOGIES, INC.,  
LAURENCE S. GILLICK, ROBERT S.  
ROTH, JONATHAN P. YAMRON, and  
MANFRED G. GRABHERR,

Defendants.

**AFFIDAVIT OF DANIEL ROTH**

I, Daniel Roth, on oath, depose and say as follows:

I am President of Voice Signal Technologies, Inc. (“Voice Signal”). I make this affidavit in connection with Voice Signal Technologies, Inc.’s Memorandum in Support of its Objections to the Magistrate Judge’s Order Regarding Trade Secrets.

1. I am co-founder, with Tom Lazay, of Voice Signal. We founded the company in 1995 prior to our graduation from college. Voice Signal today is a sixty-two-person company. Because of its highly proprietary innovations, Voice Signal is now the preferred provider of voice recognition interfaces for mobile phones for several of the world's largest and most successful manufacturers, including Motorola, Samsung, Nokia, Curitel, Panasonic and Palm.

2. Sometime in late 2003, ScanSoft, Inc. (“ScanSoft”) approached us to discuss an acquisition. We engaged in discussions; but ultimately, Voice Signal informed ScanSoft that we were not willing to be acquired on the terms ScanSoft offered, and negotiations ended. Almost

immediately thereafter (within two days) ScanSoft commenced this litigation, and announced the lawsuit in a press release at the years largest trade show for mobile phones: 3GSM World Congress, in Cannes, France.

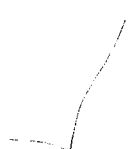
3. Within days of the Court's dismissal of ScanSoft's original Complaint in this action, ScanSoft again approached us to open acquisition discussions. Voice Signal again refused to be acquired.

4. Voice Signal has had no further acquisition discussions with ScanSoft (and does not wish to).

Signed under the pains and penalties of perjury this 13th day of April, 2005.

A handwritten signature in black ink, appearing to read "Daniel Roth", written over a horizontal line.

Daniel Roth

A handwritten checkmark or similar symbol in the left margin.